

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

WINC, INC. *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 22-11238 (LSS)  
(Jointly Administered)

**Related DI Nos.: 477, 478, 479**

**CERTIFICATION OF COUNSEL REGARDING PROPOSED OMNIBUS ORDER  
APPROVING INTERIM AND FINAL FEE APPLICATIONS OF PROFESSIONALS  
FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

On August 28, 2023, the professionals (collectively, the “Professionals”) retained by the Official Committee of Unsecured Creditors of Winc, Inc. and its debtor affiliates (collectively, the “Debtors”) filed their requests for interim and final allowance of compensation and reimbursement of expenses (each, a “Fee Request,” and collectively, the “Fee Requests”). Each of the Fee Requests seeks final allowance of compensation and reimbursement of expenses for professional services rendered and expenses incurred.

More specifically, on August 28, 2023, ArentFox Schiff, LLP, filed the *Application of ArentFox Schiff LLP Counsel to the Official Committee of Unsecured Creditors for (A) Interim Allowance of Compensation for Services Rendered and Reimbursement of Expenses Incurred from June 1, 2023 through August 8, 2023; and (B) Final Allowance of Compensation and Reimbursement of Expenses for the Period from December 15, 2022 through August 8, 2023* [Docket No. 477] (the “AFS Application”). Pursuant to the Notice filed with the AFS Application, the deadline to file an objection was September 18, 2023 at 5:00 p.m.

On August 28, 2023, CohnReznick LLP and CohnReznick Capital Markets Securities,

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Winc, Inc. (8960); BWSC, LLC (0899); and Winc Lost Poet, LLC (N/A). The Debtors’ mailing address for purposes of these chapter 11 cases is 1751 Berkeley Street, Studio 3, Santa Monica, CA 90404.

LLC filed the *Summary of Third Interim and Final Fee Application of CohnReznick LLP as Financial Advisors and CohnReznick Capital Markets Securities, LLC as Investment Banker to the Official Committee of Unsecured Creditors for Interim Allowance of Compensation and Reimbursement of Expenses Rendered During the (I) Interim Period from June 1, 2023 through and including August 8, 2023, and (II) Final Period from December 20, 2022 through and including August 8, 2023* [Docket No. 478] (the “CR Application”). Pursuant to the Notice filed with the CR Application, the deadline to file an objection was September 18, 2023 at 4:00 p.m.

On August 28, 2023, A.M. Saccullo Legal, LLC filed the *Second Combined Interim and Final Application of A.M. Saccullo Legal, LLC for Allowance of Compensation and Reimbursement of Expenses with Respect to Services Rendered as Co-Counsel to the Official Committee of Unsecured Creditors* [Docket No. 479] (the “AMSL Application”). Pursuant to the Notice filed with the AMSL Application, the deadline to file an objection was September 18, 2023 at 4:00 p.m.

The undersigned certifies that he has reviewed the Court’s docket in these cases and no answer, objection, or other responsive pleading to the Fee Requests appears thereon. As no responses were received prior to the Objection Deadline, the undersigned hereby submits a proposed form of order (the “Proposed Order”), attached hereto as **Exhibit 1**, approving the Fee Requests.

The undersigned have circulated the Proposed Order to the Professionals, who have each reviewed and agreed to the entry of the Proposed Order. Accordingly, the Professionals respectfully request that the Court enter the Proposed Order at its earliest convenience without further notice or a hearing.

Dated: September 19, 2023

**A.M. SACCULLO LEGAL, LLC**

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**EXHIBIT 1**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

WINC, INC. *et al.*,<sup>2</sup>

Debtors.

Chapter 11

Case No. 22-11238 (LSS)  
(Jointly Administered)

**Related DI Nos.: 477, 478, 479**

**OMNIBUS ORDER APPROVING FINAL FEE  
APPLICATIONS OF THE PROFESSIONALS TO THE  
OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

Upon consideration of the interim and final fee applications (each, a “Fee Request,” and collectively, the “Fee Requests”) filed by the professionals (collectively, the “Professionals”) retained and employed by the Official Committee of Unsecured Creditors of Winc, Inc. and its debtor affiliates (collectively, the “Debtors”) in the above-captioned cases and identified on **Exhibit A** attached hereto, for allowance of compensation and reimbursement of expenses; and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware dated as of February 29, 2012; and it appearing to the Court that all of the requirements of sections 327, 328, 330, 331, and 503(b) of title 11 of the United States Code, as well as Rule 2016 of the Federal Rules of Bankruptcy Procedure and the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware, as applicable, have been satisfied; and it further appearing that the services rendered and expenses incurred were reasonable and necessary; and that notices of the Fee Requests were appropriate; and after due deliberation and sufficient good cause appearing therefor,

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<sup>2</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Winc, Inc. (8960); BWSC, LLC (0899); and Winc Lost Poet, LLC (N/A). The Debtors’ mailing address for purposes of these chapter 11 cases is 1751 Berkeley Street, Studio 3, Santa Monica, CA 90404.

**IT IS HEREBY ORDERED THAT:**

1. The Fee Requests are APPROVED with respect to the amounts set forth on **Exhibit A** attached hereto.
2. The Professionals are granted interim and final allowance of compensation in the amounts set forth on **Exhibit A**, including any and all holdbacks.
3. The Professionals are allowed reimbursement of reasonable and necessary expenses in the amounts set forth on **Exhibit A**.
4. Payment of the amounts set forth on Exhibit A shall be on a final basis and is not subject to further review, disallowance, or disgorgement.
5. The Debtors are authorized and directed to remit payment to the Professionals in the amounts set forth on **Exhibit A**, less all amounts previously paid on account of such fees and expenses.
6. This Order shall be deemed a separate order for each Fee Request and any appeal of this Order with respect to any Professional shall have no effect on the authorized fees and expenses of any other Professional.
7. This Order shall be effective immediately upon entry.
8. This Court shall retain jurisdiction with respect to all matters relating to the interpretation or implementation of this Order.

**Exhibit A**

<b>Professional/Role</b>	<b>Firm's Role in Case</b>	<b>Final Compensation Period</b>	<b>Final Fees Approved</b>	<b>Final Expenses Approved</b>
<b>ArentFox Schiff LLP</b> Docket No. 477 Date Filed: 8/28/2023	Counsel to the Official Committee of Unsecured Creditors	12/15/22 – 8/8/23	\$495,306.50	\$5,013.01
<b>A.M. Saccullo Legal, LLC</b> Docket No. 479 Date Filed: 8/28/2023	Co-Counsel to the Official Committee of Unsecured Creditors	12/15/22 – 8/9/23	\$212,614.00	\$4,070.55
<b>CohnReznick LLP &amp; CohnReznick Capital Markets Securities, LLC</b> Docket No. 478 Date Filed: 8/28/2023	Financial Advisors & Investment Bankers to the Official Committee of Unsecured Creditors	12/20/23 – 8/8/23	\$278,370.00	\$482.00